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**ATTORNEYS FOR ACCOUNTABLE
HEALTHCARE STAFFING, INC.
AND MICHAEL BRANDLEY**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE:	§	CHAPTER 11
	§	
SENIOR CARE CENTERS, LLC, <i>et al.</i>	§	CASE NO. 18-33967-bjh-11
	§	(Jointly Administered)
DEBTORS.	§	

APPELLANTS' JOINT STATEMENT OF ISSUES AND DESIGNATION OF RECORD

In accordance with Federal Rule of Bankruptcy Procedure 8009, appellants Accountable Healthcare Staffing, Inc. and Michael Brandley (collectively, "Appellants") hereby submit their statement of issues to be presented and designation of items to be included in the record in their appeal of the Court's December 13, 2019 Findings of Fact, Conclusions of Law, and Order Confirming Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (the "Confirmation Order") [Docket No. 2376].

I. Statement of Issues

1. Whether the Court erred in approving the substantive consolidation of Senior Rehab Solutions, LLC with the other debtors in this case as provided for in the Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code (the "Plan") [Docket No. ____].

2. Whether the Court erred in concluding that the Plan satisfied 11 U.S.C. §§ 1123(a), 1129(a)(1)-(3), (7), (8), and (b)(2)(B).

3. Whether the Court erred in holding that the Plan shall be deemed to be substantially consummated on the Effective Date (as defined in the Plan) under 11 U.S.C. §§ 1101 and 1127(b).

4. Whether the Court erred in approving the release and exculpation provisions contained in the Plan.

II. Designation of Record

Appellants designate the following items for inclusion in the record on appeal. Each designated item is intended to include all exhibits, attachments, declarations, or other supporting materials filed with or attached to the designated item.

<u>Docket Number</u> ¹	<u>Date</u>	<u>Description</u>
n/a	n/a	Case Docket Sheet
1	12/4/2018	Senior Care Centers, LLC Voluntary Petition
1 (<i>Case No. 18-34031</i>)	12/4/2018	Senior Rehab Solutions LLC Voluntary Petition
2	12/4/2018	Motion of Debtors for Entry of an Order Directing Joint Administration of Related Chapter 11 Cases
9	12/5/18	Motion of Debtors for Interim and Final Orders (I) Authorizing Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts, Checks, and Business Forms, and (II) Authorizing Continuation of Existing Deposit Practices
25	12/5/2018	Declaration of Kevin O'Halloran, Chief Restructuring Officer of Senior Care Centers, LLC, in Support of Chapter 11 Petitions and First Day Pleadings
65	12/7/2018	Order (I) Directing Joint Administration of Chapter 11 Cases, and (II) Granting Related Relief

¹ Unless otherwise noted, all docket references are to the docket in case number 18-33967-bjh-11.

72	12/7/2018	Interim Order (I) Authorizing Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts, Checks, and Business Forms, and (II) Authorizing Continuation of Existing Deposit Practices
230	12/31/2018	Second Interim Order (I) Authorizing Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts, Checks, and Business Forms, and (II) Authorizing Continuation of Existing Deposit Practices
384	1/18/2019	Third Interim Order (I) Authorizing Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts, Checks and Business Forms, and (II) Authorizing Continuation of Existing Deposit Practices
445	1/20/2019	Supplemental Motion of Debtors for Entry of an Order (I) Directing Joint Administration of Chapter 11 Cases, and (II) Granting Related Relief
8 <i>(Case No. 18-34031)</i>	2/15/2019	Senior Rehab Solutions LLC Amended Schedules
9 <i>(Case No. 18-34031)</i>	2/15/2019	Senior Rehab Solutions LLC Amended Statement of Financial Affairs
569	2/25/2019	Order (I) Directing Joint Administration of Chapter 11 Cases, and (II) Granting Related Relief
606	3/1/2019	Final Order (I) Authorizing Continued Use of Existing Cash Management System, Including Maintenance of Existing Bank Accounts, Checks, and Business Forms, and (II) Authorizing Continuation of Existing Deposit Practices
1171	5/22/2019	Supplemental Motion of Debtors for Entry of An Order (I) Directing Joint Administration of Chapter11 Cases, and (II) Granting Related Relief
1427	6/24/2019	Motion of Debtors for Entry of an Order (I) Approving the Disclosure Statement; (II) Establishing Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Plan; (III) Scheduling a Confirmation Hearing; (IV) Approving Related Notice Procedures and (V) Granting Related Relief
1565	7/19/2019	Order (I) Directing Joint Administration of Chapter 11 Cases, and (II) Granting Related Relief
2053	10/16/2019	Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code

2054	10/16/2019	Disclosure Statement for Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
2055	10/16/2019	Notice of Filing Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and Disclosure Statement for the Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
2068	10/20/2019	Notice of Filing of Exhibits to Disclosure Statement for the Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
2091	10/24/2019	Order Approving Motion of Debtors for Entry of An Order (I) Approving the Disclosure Statement; (II) Establishing Procedures for the Solicitation and Tabulation of Votes to Accept or Reject the Plan; (III) Scheduling a Confirmation Hearing; (IV) Approving Related Notice Procedures; and (V) Granting Related Relief
2094	10/25/2019	Notice of Filing of Solicitation Version of Disclosure Statement for the Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
2219	11/19/2019	Notice of Filing of Plan Supplement
2271	11/27/2019	Notice of Filing of Plan Supplement Exhibit
2273	11/29/2019	Objection to Confirmation of the Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
2277	11/29/2019	Accountable Healthcare Staffing, Inc.'s Objection to Confirmation of the Third Amended Joint Plan of Reorganization
2284	11/29/2019	Witness and Exhibit List filed by Accountable Healthcare Staffing, Inc.
2287	11/29/2019	Witness and Exhibit List for December 4, 2019 Hearing filed by Senior Care Centers, LLC
2295	12/2/2019	Joinder of Michael Brandley to Objection to Confirmation of the Third Amended Joint Plan of Reorganization Filed by Accountable Healthcare Staffing, Inc.
2301	12/2/2019	Declaration of Catherine Nownes-Whitaker Regarding Analysis of Ballots for Accepting or Rejecting the Debtor's Amended Chapter 11 Plan Pursuant to Chapter 11 of the Bankruptcy Code
2302	12/2/2019	Witness and Exhibit List filed by Michael Brandley
2303	12/2/2019	Witness and Exhibit List filed by Michael Brandley

2305	12/2/2019	Declaration of Kevin O'Halloran, Chief Restructuring Officer of the Debtors, in Support of Confirmation of the Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
2306	12/2/2019	Debtors' Memorandum of Law in Support of Confirmation of the Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code and Omnibus Reply to Objections
2308	12/2/2019	Amended Witness and Exhibit List for December 4, 2019 Hearing filed by Senior Care Centers, LLC
2319	12/3/2019	Notice of Amendments to Plan Supplement
2320	12/3/2019	Amended Declaration of Kevin O'Halloran, Chief Restructuring Officer of the Debtors, in Support of Confirmation of the Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
2337	12/5/2019	Request for Transcript of Hearing Held on 12/4/2019
2338	12/5/2019	Request for Transcript of Hearing Held on 12/5/2019
2352	12/9/2019	Transcript of Hearing Held 12/4/2019
2353	12/9/2019	Transcript of Hearing Held 12/5/2019
2376	12/13/2019	Findings of Fact, Conclusions of Law, and Order Confirming Third Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
2444	12/27/2019	Joint Notice of Appeal
2457	1/6/2020	Appellants' Joint Request for Certification of Direct Appeal to the Fifth Circuit Court of Appeals
2460	1/8/2020	Clerk's correspondence requesting second amended notice of appeal
2465		Amended notice of appeal filed by Accountable Healthcare Staffing Inc., Michael Brandley
2470	1/10/2020	Appellants' Joint Statement of Issues and Designation of Record
n/a	n/a	Any responses to, or rulings on, Appellants' Joint Request for Certification of Direct Appeal to the Fifth Circuit Court of Appeals [Docket No. 2457]
n/a	n/a	Accountable Healthcare Staffing Exhibits 2, 3-8, 10-41 and Rebuttal Exhibit 1 Admitted at the Hearing on 12/4/2019

n/a	n/a	Debtors' Exhibits A, B, C-V, W, X-Z, AA, BB, CC, DD-FF Admitted at the Hearing on 12/4/2019
n/a	n/a	Michael Brandley's 1-10, 11 Admitted at the Hearing on 12/4/2019

Appellants reserve the right to amend or supplement this Statement of Issues and Designation of Record, including to identify and include additional issues on appeal and items for inclusion in the record on appeal.

Dated: January 10, 2020

Respectfully submitted,

NELIGAN LLP

/s/ James P. Muenker

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CERTIFICATE OF SERVICE

I hereby certify that on the 10th day of January 2020 a true and correct copy of the foregoing was served on the United States trustee, the parties to the appeal, and on all parties receiving electronic notice, via the Court's ECF filing system.

/s/ James P. Muenker

James P. Muenker